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EXHIBIT A
CERTIFICATION

1 Joshua D. Morse (SBN 211050)
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10 *Special Counsel to Debtors*
11 *and Reorganized Debtors*

12
13 **UNITED STATES BANKRUPTCY COURT**
14 **NORTHERN DISTRICT OF CALIFORNIA**
15 **SAN FRANCISCO DIVISION**

16 In re:
17
18 PG&E CORPORATION,
19
20 - and -
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22 PACIFIC GAS AND ELECTRIC
23 COMPANY,

Bankruptcy Case No. 19-30088 (DM)
Chapter 11 (Lead Case) (Jointly Administered)

**CERTIFICATION OF JOSHUA D. MORSE IN
SUPPORT OF FIRST INTERIM AND FINAL FEE
APPLICATION OF PILLSBURY WINTHROP
SHAW PITTMAN LLP FOR ALLOWANCE AND
PAYMENT OF COMPENSATION AND
REIMBURSEMENT OF EXPENSES FROM
DECEMBER 1, 2019 THROUGH JULY 1, 2020**

Date: TBD
Time: TBD (Pacific Time)
Place: United States Bankruptcy Court
Courtroom 17, 16th Floor
San Francisco, CA 94102
Judge: Hon. Dennis Montali

**Objection Deadline: September 20, 2020,
4:00 p.m. (Pacific Time)**

1 I, Joshua D. Morse, hereby certify that:

2 1. I am an attorney licensed to practice law in the State of California. I am a partner with
3 the applicant firm Pillsbury Winthrop Shaw Pittman LLP (“**Pillsbury**” or the “**Firm**”), Special Counsel
4 to PG&E Corporation and Pacific Gas and Electric Company (collectively, the “**Debtors**”) in connection
5 with the above-referenced chapter 11 cases (the “**Chapter 11 Cases**”).

6 2. I am familiar with the Order Pursuant to 11 U.S.C. §§ 105(a) and 331 Establishing
7 Procedures for Interim Compensation and Reimbursement of Expenses of Professionals [Docket No.
8 701] (the “**Interim Compensation Order**”), the Guidelines for Compensation and Expense
9 Reimbursement of Professionals and Trustees for the Northern District of California, dated February 19,
10 2014 (the “**Local Guidelines**”), the U.S. Trustee Guidelines for Reviewing Applications for
11 Compensation and Reimbursement of Expenses Filed under 11 U.S.C. § 330 by Attorneys in Larger
12 Chapter 11 Cases, effective November 1, 2013 (the “**U.S. Trustee Guidelines**”), the revised Fee
13 Examiner Protocol for Chapter 11 Cases of PG&E Corporation and Pacific Gas and Electric Company
14 [Docket No. 4473-1] filed on October 24, 2019 (the “**Revised Protocol**,” and, together with the Local
15 Guidelines and the U.S. Trustee Guidelines, the “**Fee Guidelines**”), the Amended Order Granting Fee
16 Examiner’s Motion to Approve Fee Procedures [Docket No. 5168] entered on December 18, 2019 (the
17 “**Amended Fee Procedures Order**”), and the *Second Amended Order Granting Fee Examiner’s Motion*
18 *to Approve Fee Procedures* [Docket No. 5572] entered January 30, 2020 (the “**Second Amended Fee**
19 **Procedures Order**”).

20 3. This Certification is made in connection with Pillsbury’s First Interim and Final Fee
21 Application, dated August 30, 2020 (the “**Application**”), for compensation and reimbursement of
22 expenses for the period commencing December 1, 2019 through and including July 1, 2020 (the
23 “**Compensation Period**”).

24 4. Pursuant to the Local Guidelines, I certify that:

25 a. I have read the Application;

26 b. To the best of my knowledge, information and belief formed after reasonable
27 inquiry, except as set forth in the Application, the compensation and expense
28 reimbursement sought in the Application fall within the Local Guidelines; and

1 c. The compensation requested in the Application has been billed at hourly rates
2 significantly lower than the rates Pillsbury generally charges and are generally accepted
3 by Pillsbury's clients.

4 5. There is no agreement or understanding between Pillsbury and any other person other
5 than the partners of the Firm for the sharing of compensation to be received for services rendered in
6 these cases.

7 6. As required by the Northern District Guidelines, Pillsbury has, following its retention,
8 filed and is in the process of sending applicable monthly billing statements to the Debtors. I certify that
9 the Debtors, counsel for each of the Official Committees and the U.S. Trustee are each being provided
10 with a copy of the Application in accordance with the Interim Compensation Order.

11 7. Attached as **Exhibit 1** is a true and correct copy of a letter transmitting the Application
12 to the Debtors and advising them of their rights to review and object to the compensation and expense
13 reimbursement sought. To the best of my knowledge, information, and belief, this letter will be
14 transmitted to the Debtors by electronic mail on August 30, 2020.

15 8. Pillsbury's responses to the questions identified in the U.S. Trustee Guidelines as follows:

16 **Question 1:** Did you agree to any variations from, or alternatives to, your standard or
17 customary billing rates, fees or terms for services pertaining to this engagement that were provided
18 during the application period? If so, please explain.

19 **Response:** Yes. The rates in the Engagement Agreement, attached to the Sorensen Declaration
20 as Exhibit A, were specifically negotiated with the Debtors and are significantly lower than Pillsbury's
21 standard rates.

22 **Question 2:** If the fees sought in the Interim Application as compared to the fees budgeted for
23 the time period covered by the Interim Application are higher by 10% or more, did the Firm discuss the
24 reasons for the variation with the client?

25 **Response:** N/A. The Debtors provide annual budgets to Pillsbury for some (but not all) of the
26 matters Pillsbury handles for them. These budgets are subject to periodic review and adjustments by the
27 Debtors during the course of each year. To the extent the Debtors have provided current budgets to
28

1 Pillsbury for the matters Pillsbury is handling for them, they are being adjusted to cover all fees and
2 expenses incurred during the Compensation Period.

3 **Question 3:** Have any of the professionals included in the Interim Application varied their
4 hourly rate based on geographic location of the Chapter 11 Cases?

5 **Response:** No.

6 **Question 4:** Does the Interim Application include time or fees related to reviewing or revising
7 time records or preparing, reviewing or revising invoices? If so, please quantify by hours and fees.

8 **Response:** No.

9 **Question 5:** Does the Interim Application include time or fees for reviewing time records to
10 redact any privileged or other confidential information? If so, please quantify hours and fees.

11 **Response:** No.

12 **Question 6:** Does the Interim Application include any rate increases since the Firm's retention
13 in this case? If so, did the client review and approve those rate increases in advance? Did the client agree
14 when retaining the law firm to accept all future rate increases?

15 **Response:** No, however, Michael McDonough's hourly rate increased pursuant to the
16 Engagement Agreement during the Compensation Period from \$745.00/hour in 2019 to \$820.00/hour
17 in 2020.

18 I declare under penalty of perjury under the laws of the State of California that the foregoing is
19 true and correct. Executed this 30th day of August 2020, in Hillsborough, California.

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21 By: /s/ Joshua D. Morse
22 Joshua D. Morse
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EXHIBIT 1



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August 30, 2020

Via Email

John Simon
Executive Vice President, General Counsel, and Chief Compliance Officer
PG&E Corporation
77 Beale Street
P.O. Box 770000
San Francisco, CA 94177
John.Simon@pge-corp.com

Re: In re PG&E Corporation and Pacific Gas and Electric Company

Dear John,

Please find attached for your review a copy of the *First Interim and Final Fee Application of Pillsbury Winthrop Shaw Pittman LLP for Allowance and Payment of Compensation and Reimbursement of Expenses from December 1, 2019 through July 1, 2020* and my Certification in support of the application.

The Court's Guidelines for Compensation and Expense Reimbursement of Professionals and Trustees provide that a debtor in possession, a trustee or an official committee must exercise reasonable business judgment in monitoring the fees and expenses of the estate's professionals. We invite you to discuss any objections, concerns, or questions you may have with us. The Office of the United State Trustee also will accept your comments, and the Court will consider timely filed objections by any party in interest at the time of the hearing on the application.

If you have any questions or comments, please do not hesitate to contact me.

Very truly yours,

/s/ Joshua D. Morse

Joshua D. Morse

Attachment

Cc: Tyson Smith, Esq. (with attachment)